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Counsel to the Ad Hoc Committee of Senior Unsecured

Noteholders of Pacific Gas and Electric Company

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION,

-and-

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

Bankruptcy Case

No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

- ☐ Affects PG&E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

**All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

**JOINDER OF THE AD HOC COMMITTEE
OF SENIOR UNSECURED
NOTEHOLDERS TO OPPOSITION OF
THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS TO MOTION
OF PUBLIC ENTITIES FOR
APPOINTMENT OF OFFICIAL
COMMITTEE OF PUBLIC ENTITIES
PURSUANT TO 11 U.S.C. §§ 1102(A)(2) AND
105(A)**

Hearing

Date: March 13, 2019

Time: 9:30 a.m. (Pacific Time)

Place: Courtroom 17

450 Golden Gate Ave, 16th Floor
San Francisco, CA 9410

The Ad Hoc Committee of Senior Unsecured Noteholders of Pacific Gas and Electric Company (the “Ad Hoc Committee”) in the above-captioned chapter 11 cases of Pacific Gas and Electric Company (the “Utility”) and PG&E Corporation (“PG&E” and, together with the Utility, the “Debtors”), by its undersigned counsel, Akin Gump Strauss Hauer & Feld LLP, hereby joins in the opposition of the Official Committee of Unsecured Creditors (the “Creditors’ Committee Opposition”) [Dkt. No. 819] to the *Motion of Public Entities for Appointment of Official Committee of Public Entities Pursuant to 11 U.S.C. §§ 1192(a)(2) and 105(a)* [Dkt. No. 720] (the “Motion”) filed by the California public entities identified therein (the “Public Entities”).¹ In support hereof, the Ad Hoc Committee respectfully represents as follows:

JOINDER

1. The Ad Hoc Committee joins the Creditors’ Committee Opposition and respectfully requests that the Motion be denied. As set forth more fully in the Creditors’ Committee Opposition, the appointment of an official committee comprising the Public Entities is not warranted for several reasons. First, the Ad Hoc Committee agrees that the interests of the Public Entities are already adequately represented in these chapter 11 cases by the official committee of tort claimants (the “Tort Committee”), whose members are fiduciaries for all tort claimants and are charged with maximizing

¹ Capitalized terms used, but not defined, herein shall have the meanings ascribed to them in the Motion.

1 value for all tort claimants, including the Public Entities. Second, the Public Entities are able to
2 represent adequately their interests in ensuring the health and welfare of their communities by
3 appearing and participating as parties in ongoing proceedings regarding the Debtors, including before
4 the CPUC. Finally, the Ad Hoc Committee believes that any benefits derived from the appointment of
5 an official committee consisting of the Public Entities, which appear to be already working in concert
6 on an *ad hoc* basis, and whose interests are already adequately represented, will be *de minimis* when
7 weighed against the additional costs and expenses that the Debtors estates will bear as a result of such
8 appointment.

9 **CONCLUSION**

10 2. For the reasons set forth herein and those set forth in the Creditors' Committee
11 Opposition, the Ad Hoc Committee joins in the Creditors' Committee Opposition and respectfully
12 requests that the Court deny the Motion.

13
14 Dated: March 11, 2019

AKIN GUMP STRAUSS HAUER & FELD LLP

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16 By: /s/ Ashley Vinson Crawford
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Ashley Vinson Crawford (SBN 257246)
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David H. Botter (*pro hac vice*)

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21 *Noteholders of Pacific Gas and Electric Company*